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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

2U, Inc., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11279 (MEW)

(Jointly Administered)

**Related Docket No. 6**

**NOTICE OF FILING REVISED INTERIM ORDER (A) AUTHORIZING THE  
DEBTORS TO (I) OBTAIN JUNIOR LIEN POSTPETITION FINANCING AND (II) USE  
CASH COLLATERAL; (B) GRANTING LIENS AND SUPERPRIORITY CLAIMS; (C)  
GRANTING ADEQUATE PROTECTION TO CERTAIN PARTIES; AND (D)  
GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that on July 25, 2024 (the “*Petition Date*”), the above-captioned debtors and debtors in possession (collectively, the “*Debtors*”) each commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (“the “*Bankruptcy Code*”) in the United States Bankruptcy Court for the Southern District of New York (the “*Bankruptcy Court*”).

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: 2U, Inc. (5939); edX LLC (8554); 2U GetSmarter, LLC (9643); 2U Harkins Road LLC (N/A); 2U NYC, LLC (N/A); 2U KEIH Holdco, LLC (3837); CritiqueIt, Inc. (5532); edX Boot Camps LLC (8904); and 2U GetSmarter (US), LLC (9802). The Debtors’ mailing address is 2345 Crystal Drive, Suite 1100, Arlington, Virginia 22202.

**PLEASE TAKE FURTHER NOTICE** that on the Petition Date the Debtors filed the *Motion of Debtors for Interim and Final Orders (A) Authorizing the Debtors to (I) Obtain Junior Lien Postpetition Financing and (II) Use Cash Collateral; (B) Granting Liens And Superpriority Claims; (C) Granting Adequate protection to Certain Parties; and (D) Granting Related Relief* (the “***Motion***”) [Docket No. 6].

**PLEASE TAKE FURTHER NOTICE** that, since filing the Motion, the Debtors have made certain modifications to the proposed form of interim order and proposed form of final order originally filed with the Motion (the “***Originally Proposed Interim Order***”). The current revised version of the Originally Proposed Interim Order, and the exhibits attached thereto (the “***Revised Proposed Interim Order***”), is attached hereto as **Exhibit A**. For the convenience of the Court and all parties in interest, a blackline comparing the Revised Proposed Interim Order against the Originally Proposed Interim Order, is attached hereto at **Exhibit B**.

**PLEASE TAKE FURTHER NOTICE** that a hearing to consider the Motion is scheduled for **July 26, 2024 at 11:00 a.m. (prevailing Eastern Time)** (the “***Interim Hearing***”), at which time the Debtors intend to present the Revised Proposed Interim Order, or a form substantially similar thereto, to the Court. The Debtors reserve all rights to further revise the Revised Proposed Interim Order at or prior to the Interim Hearing.

*[Remainder of page intentionally left blank.]*

**LATHAM & WATKINS LLP**

Dated: July 26, 2024  
New York, New York

By: /s/ George A. Davis  
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